

## Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF DELAWARE

Case number (if known)

Chapter

7

☐ Check if this an amended filing

## Official Form 201

## Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	VDC USA Inc.	
2. All other names debtor used in the last 8 years		
Include any assumed names, trade names and doing business as names		
3. Debtor's federal Employer Identification Number (EIN)		
86-1974432		
4. Debtor's address		
Principal place of business		Mailing address, if different from principal place of business
1000 N. West Street, Suite 1200		
Wilmington, DE 19801-1058		
Number, Street, City, State & ZIP Code		P.O. Box, Number, Street, City, State & ZIP Code
New Castle		Location of principal assets, if different from principal place of business
County		
		Number, Street, City, State & ZIP Code
5. Debtor's website (URL)		
6. Type of debtor		
<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))		
<input type="checkbox"/> Partnership (excluding LLP)		
<input type="checkbox"/> Other. Specify:		

Debtor **VDC USA Inc.**  
Name

Case number (if known)

**7. Describe debtor's business** A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

## B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

**4431****8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

## Check one:

- ☒ Chapter 7
- ☐ Chapter 9
- ☐ Chapter 11. Check all that apply:

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

If more than 2 cases, attach a separate list.

- ☒ No.
- ☐ Yes.

District \_\_\_\_\_  
District \_\_\_\_\_When \_\_\_\_\_  
When \_\_\_\_\_Case number \_\_\_\_\_  
Case number \_\_\_\_\_

Debtor **VDC USA Inc.**  
Name

Case number (if known)

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?
- ☒ No  
☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor  
District

When

Relationship

Case number, if known

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No☐ Yes.

Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐ Other

Where is the property?

Number, Street, City, State &amp; ZIP Code

Is the property insured?

- ☐ No

- ☐ Yes. Insurance agency

Contact name

Phone

## Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☒ 1-49☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000

15. Estimated Assets

☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☒ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000☐ \$1,000,001 - \$10 million☐ \$500,000,001 - \$1 billion

Debtor	<b>VDC USA Inc.</b>	Case number (if known)	
	Name		
	<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
	<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
	<input checked="" type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

Debtor VDC USA Inc.  
Name

Case number (if known) \_\_\_\_\_

**Request for Relief, Declaration, and Signatures****WARNING --** Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature  
of authorized  
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

12/24/2023  
MM/DD/YYYY

x

Larry May  
Signature of authorized representative of debtorTitle PresidentLarry May

Printed name

**18. Signature of attorney**

x

Mark Minuti  
Signature of attorney for debtor

Date

1/3/2024  
MM/DD/YYYYMark Minuti

Printed name

Saul Ewing LLP

Firm name

1201 North Market StreetSuite 2300Wilmington, DE 19801

Number, Street, City, State &amp; ZIP Code

Contact phone (302) 421-6840Email address mark.minuti@saul.comDE 2659

Bar number and State

**United States Bankruptcy Court  
District of Delaware**

In re VDC USA Inc.

Debtor(s)

Case No.

Chapter 7

**STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION**

I, **Larry May**, declare under penalty of perjury that I am the **President** of **VDC USA Inc.**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the 31<sup>st</sup> day of August, 2023.

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 7 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Larry May, President** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 7 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Larry May, President** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Larry May, President** of this Corporation is authorized and directed to employ **Mark Minuti**, attorney and the law firm of **Saul Ewing LLP** to represent the corporation in such bankruptcy case."

Date

12/19/2023

Signed

Larry May

Resolution of Board of Directors  
of  
VDC USA Inc.

Whereas, it is in the best interest of this corporation to file a voluntary petition in the the United States Bankruptcy Court pursuant to Chapter 7 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Larry May, President** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 7 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Larry May, President** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Larry May, President** of this Corporation is authorized and directed to employ **Mark Minuti**, attorney and the law firm of **Saul Ewing LLP** to represent the corporation in such bankruptcy case.

Date 12/21/2023

Signed 

Date \_\_\_\_\_

Signed \_\_\_\_\_

Fill in this information to identify the case:

Debtor name VDC USA Inc.United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

## Official Form 202

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

12/29/2023

x

Signature of individual signing on behalf of debtor

Larry May

Printed name

President

Position or relationship to debtor



B2030 (Form 2030) (12/15)

**United States Bankruptcy Court  
District of Delaware**

In re VDC USA Inc.

Debtor(s)

Case No.

Chapter

7

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$	<u>17,500.00</u>
Prior to the filing of this statement I have received	\$	<u>17,500.00</u>
Balance Due	\$	<u>0.00</u>

2. \$ 338.00 of the filing fee has been paid.

3. The source of the compensation paid to me was:

☐ Debtor ☒ Other (specify): Vaping Dotcom Ltd

4. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

5. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

6. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

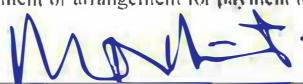
7. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

1/3/2024

Date



**Mark Minuti**

Signature of Attorney

Saul Ewing LLP

1201 North Market Street

Suite 2300

Wilmington, DE 19801

(302) 421-6840 Fax: (302) 421-6813

mark.minuti@seal.com

Name of law firm

Fill in this information to identify the case:

Debtor name **VDC USA Inc.**United States Bankruptcy Court for the: **DISTRICT OF DELAWARE**

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 206Sum  
Summary of Assets and Liabilities for Non-Individuals**

12/15

**Part 1: Summary of Assets****1. Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)**1a. Real property:**Copy line 88 from Schedule A/B..... \$ **0.00****1b. Total personal property:**Copy line 91A from Schedule A/B..... \$ **789,186.00****1c. Total of all property:**Copy line 92 from Schedule A/B..... \$ **789,186.00****Part 2: Summary of Liabilities****2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of Schedule D..... \$ **0.00****3. Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)**3a. Total claim amounts of priority unsecured claims:**Copy the total claims from Part 1 from line 5a of Schedule E/F..... \$ **28,617.10****3b. Total amount of claims of nonpriority amount of unsecured claims:**Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F..... +\$ **831,159.78****4. Total liabilities**

Lines 2 + 3a + 3b

\$ **859,776.88**

## Fill in this information to identify the case:

Debtor name **VDC USA Inc.**United States Bankruptcy Court for the: **DISTRICT OF DELAWARE**

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

## Official Form 206A/B

## Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

**Part 1: Cash and cash equivalents**

## 1. Does the debtor have any cash or cash equivalents?

☐ No. Go to Part 2.☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

## 3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1. **Bank of America****Checking****6048****\$1,316.00**

## 4. Other cash equivalents (Identify all)

## 5. Total of Part 1.

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

**\$1,316.00****Part 2: Deposits and Prepayments**

## 6. Does the debtor have any deposits or prepayments?

☐ No. Go to Part 3.☒ Yes Fill in the information below.

## 7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

## 8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

8.1. **Estimated Payments for State income taxes, prior year rollovers - see Supplement A****\$1,831.00**

## 9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

**\$1,831.00**

Debtor **VDC USA Inc.**  
Name

Case number (If known)

**Part 3: Accounts receivable**

10. Does the debtor have any accounts receivable?

- ☐ No. Go to Part 4.  
☐ Yes Fill in the information below.

**Part 4: Investments**

13. Does the debtor own any investments?

- ☐ No. Go to Part 5.  
☐ Yes Fill in the information below.

**Part 5: Inventory, excluding agriculture assets**

18. Does the debtor own any inventory (excluding agriculture assets)?

- ☐ No. Go to Part 6.  
☐ Yes Fill in the information below.

**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☐ No. Go to Part 7.  
☐ Yes Fill in the information below.

**Part 7: Office furniture, fixtures, and equipment; and collectibles**

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☐ No. Go to Part 8.  
☐ Yes Fill in the information below.

**Part 8: Machinery, equipment, and vehicles**

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☐ No. Go to Part 9.  
☐ Yes Fill in the information below.

**Part 9: Real property**

54. Does the debtor own or lease any real property?

- ☐ No. Go to Part 10.  
☐ Yes Fill in the information below.

**Part 10: Intangibles and intellectual property**

59. Does the debtor have any interests in intangibles or intellectual property?

- ☐ No. Go to Part 11.  
☐ Yes Fill in the information below.

**Part 11: All other assets**

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.

Debtor **VDC USA Inc.**  
Name

Case number (If known)

☒ Yes Fill in the information below.Current value of  
debtor's interest71. **Notes receivable**  
Description (include name of obligor)72. **Tax refunds and unused net operating losses (NOLs)**  
Description (for example, federal, state, local)**Federal Income Tax NOL**Tax year **2023****\$758,196.00****Federal Income Tax NOL**Tax year **2022****\$27,843.00**73. **Interests in insurance policies or annuities**74. **Causes of action against third parties (whether or not a lawsuit  
has been filed)**75. **Other contingent and unliquidated claims or causes of action of  
every nature, including counterclaims of the debtor and rights to  
set off claims**76. **Trusts, equitable or future interests in property**77. **Other property of any kind not already listed** *Examples: Season tickets,  
country club membership*78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

**\$786,039.00**79. **Has any of the property listed in Part 11 been appraised by a professional within the last year?**☒ No☐ Yes

Debtor **VDC USA Inc.**  
Name

Case number (if known)

**Part 12: Summary****In Part 12 copy all of the totals from the earlier parts of the form**  
**Type of property****Current value of  
personal property****Current value of real  
property**80. **Cash, cash equivalents, and financial assets.**  
*Copy line 5, Part 1***\$1,316.00**81. **Deposits and prepayments.** *Copy line 9, Part 2.***\$1,831.00**82. **Accounts receivable.** *Copy line 12, Part 3.***\$0.00**83. **Investments.** *Copy line 17, Part 4.***\$0.00**84. **Inventory.** *Copy line 23, Part 5.***\$0.00**85. **Farming and fishing-related assets.** *Copy line 33, Part 6.***\$0.00**86. **Office furniture, fixtures, and equipment; and collectibles.**  
*Copy line 43, Part 7.***\$0.00**87. **Machinery, equipment, and vehicles.** *Copy line 51, Part 8.***\$0.00**88. **Real property.** *Copy line 56, Part 9.....>***\$0.00**89. **Intangibles and intellectual property.** *Copy line 66, Part 10.***\$0.00**90. **All other assets.** *Copy line 78, Part 11.***+ \$786,039.00**91. **Total.** Add lines 80 through 90 for each column**\$789,186.00****+ 91b.****\$0.00**92. **Total of all property on Schedule A/B.** Add lines 91a+91b=92**\$789,186.00**

Fill in this information to identify the case:

Debtor name **VDC USA Inc.**

United States Bankruptcy Court for the: **DISTRICT OF DELAWARE**

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

Official Form 206D

**Schedule D: Creditors Who Have Claims Secured by Property**

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

☒ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.

☐ Yes. Fill in all of the information below.

## Fill in this information to identify the case:

Debtor name **VDC USA Inc.**United States Bankruptcy Court for the: **DISTRICT OF DELAWARE**

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

## Official Form 206E/F

## Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

**Part 1: List All Creditors with PRIORITY Unsecured Claims****1. Do any creditors have priority unsecured claims?** (See 11 U.S.C. § 507).☐ No. Go to Part 2.☒ Yes. Go to line 2.**2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part.** If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim Priority amount

**\$15.00** **Unknown**

2.1 Priority creditor's name and mailing address

**Colorado Department of Revenue**  
**P.O. Box 17087**  
**Denver, CO 80217-0087**

As of the petition filing date, the claim is:

Check all that apply.

☐ Contingent☐ Unliquidated☐ Disputed

Date or dates debt was incurred

**6/20/23**

Basis for the claim:

**Late Payment Retail Delivery fee Return May**  
**2023**

Last 4 digits of account number

Specify Code subsection of PRIORITY  
 unsecured claim: 11 U.S.C. § 507(a) (8)

Is the claim subject to offset?

☐ No☒ Yes

2.2 Priority creditor's name and mailing address

**District of Columbia**  
**1101 4th Street SW, Suite 270**  
**Washington, DC 20024**

As of the petition filing date, the claim is:

Check all that apply.

☐ Contingent☐ Unliquidated☐ Disputed**\$250.00** **\$250.00**

Date or dates debt was incurred

**1/1/23**

Basis for the claim:

**Minimum Income Tax**Last 4 digits of account number **1019**

Specify Code subsection of PRIORITY  
 unsecured claim: 11 U.S.C. § 507(a) (8)

Is the claim subject to offset?

☐ No☒ Yes



Debtor **VDC USA Inc.**

Name

Case number (if known)

**2.3** Priority creditor's name and mailing address  
**Illinois Secretary of State, Dept of Bus**  
**501 S. Second St Rm 350**  
**Springfield, IL 62756**

Date or dates debt was incurred  
**1/31/23**

Last 4 digits of account number  
 Specify Code subsection of PRIORITY  
 unsecured claim: 11 U.S.C. § 507(a) (8)

As of the petition filing date, the claim is:

*Check all that apply.*

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim:

**Annual Report**

Is the claim subject to offset?

☐ No☒ Yes**\$100.00** **\$100.00**

**2.4** Priority creditor's name and mailing address  
**New Jersey Div. of Taxation, Bankr.**  
**PO Box 245**  
**Trenton, NJ 08695-0245**

Date or dates debt was incurred  
**1/1/23**

Last 4 digits of account number **2000**  
 Specify Code subsection of PRIORITY  
 unsecured claim: 11 U.S.C. § 507(a) (8)

As of the petition filing date, the claim is:

*Check all that apply.*

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim:

**Minimum Income Tax**

Is the claim subject to offset?

☒ No☐ Yes**\$750.00** **\$750.00**

**2.5** Priority creditor's name and mailing address  
**State of Arizona**  
**1600 West Monroe Street**  
**Phoenix, AZ 85007**

Date or dates debt was incurred  
**1/1/23**

Last 4 digits of account number **4432**  
 Specify Code subsection of PRIORITY  
 unsecured claim: 11 U.S.C. § 507(a) (8)

As of the petition filing date, the claim is:

*Check all that apply.*

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim:

**Minimum Income Tax**

Is the claim subject to offset?

☐ No☒ Yes**\$50.00** **\$50.00**

**2.6** Priority creditor's name and mailing address  
**State of California**  
**PO Box 942840**  
**Sacramento, CA 94240-0040**

Date or dates debt was incurred  
**1/1/23**

Last 4 digits of account number **1097**  
 Specify Code subsection of PRIORITY  
 unsecured claim: 11 U.S.C. § 507(a) (8)

As of the petition filing date, the claim is:

*Check all that apply.*

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim:

**Minimum Income Tax**

Is the claim subject to offset?

☐ No☒ Yes**\$800.00** **\$800.00**

Debtor **VDC USA Inc.**

Name

Case number (if known)

2.7	Priority creditor's name and mailing address <b>State of Connecticut</b> <b>450 Columbus Blvd., Suite 1</b> <b>Hartford, CT 06103</b>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	<b>\$250.00</b>	<b>\$250.00</b>
	Date or dates debt was incurred <b>1/1/23</b>	Basis for the claim: <b>Minimum Income Tax</b>		
	Last 4 digits of account number <b>4432</b> Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes		
2.8	Priority creditor's name and mailing address <b>State of Connecticut</b> <b>PO Box 5089</b> <b>Hartford, CT 06102-5089</b>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	<b>\$10.30</b>	<b>Unknown</b>
	Date or dates debt was incurred <b>4/21/23</b>	Basis for the claim: <b>Late Payment Corporation Income Tax</b>		
	Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes		
2.9	Priority creditor's name and mailing address <b>State of Georgia Dept of Revenue</b> <b>PO Box 105499</b> <b>Atlanta, GA 30348-5499</b>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	<b>\$25,886.80</b>	<b>\$541.58</b>
	Date or dates debt was incurred <b>7/31/22-2/28/23</b>	Basis for the claim: <b>Tobacco Tax and Late Filing Penalties</b>		
	Last 4 digits of account number <b>4731</b> Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes		
2.10	Priority creditor's name and mailing address <b>State of Idaho</b> <b>1321 W. Chinden Blvd</b> <b>Garden City, ID 83714</b>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	<b>\$30.00</b>	<b>\$30.00</b>
	Date or dates debt was incurred <b>1/1/23</b>	Basis for the claim: <b>Minimum Income Tax</b>		
	Last 4 digits of account number <b>4432</b> Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes		

Debtor **VDC USA Inc.**

Case number (if known)

**2.11**

Priority creditor's name and mailing address

**State of Kentucky**  
**501 High Street**  
**Frankfort, KY 40601**

As of the petition filing date, the claim is:

*Check all that apply.*

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

**\$175.00****\$175.00**

Date or dates debt was incurred

Basis for the claim:

**Minimum LLET Tax**

Last 4 digits of account number

Is the claim subject to offset?

Specify Code subsection of PRIORITY  
 unsecured claim: 11 U.S.C. § 507(a) (8)

- ☐ No  
☒ Yes

**2.12**

Priority creditor's name and mailing address

**State of Montana**  
**125 N. Roberts Street**  
**Helena, MT 59601**

As of the petition filing date, the claim is:

*Check all that apply.*

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

**\$50.00****\$50.00**

Date or dates debt was incurred

**1/1/23**

Basis for the claim:

**Minimum Income Tax**Last 4 digits of account number **4432**

Is the claim subject to offset?

Specify Code subsection of PRIORITY  
 unsecured claim: 11 U.S.C. § 507(a) (8)

- ☐ No  
☒ Yes

**2.13**

Priority creditor's name and mailing address

**State of New Mexico, Dept. of Tax**  
**1200 South St. Francis Drive**  
**Santa Fe, NM 87504-0630**

As of the petition filing date, the claim is:

*Check all that apply.*

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

**\$50.00****\$50.00**

Date or dates debt was incurred

**1/1/23**

Basis for the claim:

**Minimum Income Tax**Last 4 digits of account number **4432**

Is the claim subject to offset?

Specify Code subsection of PRIORITY  
 unsecured claim: 11 U.S.C. § 507(a) (8)

- ☐ No  
☒ Yes

**2.14**

Priority creditor's name and mailing address

**State of North Carolina**  
**3301 Terminal Drive, Suite 125**  
**Raleigh, NC 27604**

As of the petition filing date, the claim is:

*Check all that apply.*

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

**\$200.00****\$200.00**

Date or dates debt was incurred

**1/1/23**

Basis for the claim:

**Minimum Income Tax**Last 4 digits of account number **4432**

Is the claim subject to offset?

Specify Code subsection of PRIORITY  
 unsecured claim: 11 U.S.C. § 507(a) (8)

- ☐ No  
☒ Yes

Debtor **VDC USA Inc.**

Name

Case number (if known)

2.15 Priority creditor's name and mailing address

**State of Texas**  
**PO Box 13528**  
**Austin, TX 78711-3528**

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Unknown

Unknown

Date or dates debt was incurred

**3/31/23**

Basis for the claim:

**Francise Tax**Last 4 digits of account number **7861**Specify Code subsection of PRIORITY  
unsecured claim: 11 U.S.C. § 507(a) (8)

Is the claim subject to offset?

☐ No☒ Yes**Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim

3.1 Nonpriority creditor's name and mailing address

**Aprio LLP**  
**PO Box 117310**  
**Atlanta, GA 30368-7310**

Date(s) debt was incurred **4/25/23**Last 4 digits of account number **3180**

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim: **Tax services**Is the claim subject to offset? ☒ No ☐ Yes**\$15,248.00**

3.2 Nonpriority creditor's name and mailing address

**Corporation Service Company, Inc.**  
**251 Little Falls Drive**  
**Wilmington, DE 19808**

Date(s) debt was incurred **1/4/23**Last 4 digits of account number **7796**

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim: **Contractual Services**Is the claim subject to offset? ☒ No ☐ Yes**\$2,966.66**

3.3 Nonpriority creditor's name and mailing address

**Dentons Bingham Greenebaum LLP**  
**3913 Solutions Center**  
**Chicago, IL 60677-3009**

Date(s) debt was incurred **11/30/21-3/31/23**Last 4 digits of account number **4018**

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim: **Legal Services**Is the claim subject to offset? ☒ No ☐ Yes**\$2,589.50**

3.4 Nonpriority creditor's name and mailing address

**Lead by Sales LLC d/b/a White Cloud**  
**13970 Lynmar Blvd.**  
**Miami, FL 33261**

Date(s) debt was incurred **1/1/23-4/12/23**

Last 4 digits of account number

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim: **Payment for Product Sold**Is the claim subject to offset? ☒ No ☐ Yes**\$45,106.60**

3.5 Nonpriority creditor's name and mailing address

**State of Georgia Department of Revenue**  
**PO Box 105499**  
**Atlanta, GA 30348-5499**

Date(s) debt was incurred **11/30/21-2/28/23**Last 4 digits of account number **1655**

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim: **Tobacco Tax Late Filing Penalties**Is the claim subject to offset? ☐ No ☒ Yes**\$95,625.00**

Debtor <b>VDC USA Inc.</b> <small>Name</small>	Case number (if known) _____
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<b>3.6</b> Nonpriority creditor's name and mailing address <b>Vaping Dotcom Ltd</b> <b>16 Mount Ephraim</b> <b>Tunbridge Wells, Kent</b> <b>TN48AS</b> Date(s) debt was incurred <u>2/22/21-8/30/23</u> Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <span style="float: right;"><b>\$669,524.02</b></span> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Loans for Operations</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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<b>3.7</b> Nonpriority creditor's name and mailing address <b>Worldwide Incorporators</b> <b>3411 Silverside Road</b> <b>Tatnall Bldg. Suite 104</b> <b>Wilmington, DE 19801</b> Date(s) debt was incurred <u>3/3/23</u> Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <span style="float: right;"><b>\$100.00</b></span> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Mailing Services</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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**Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address

On which line in Part 1 or Part 2 is the related creditor (if any) listed?

Last 4 digits of account number, if any

**Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5b. Total claims from Part 2

5c. Total of Parts 1 and 2  
 Lines 5a + 5b = 5c.

Total of claim amounts	
5a.	\$ <u>28,617.10</u>
5b. +	\$ <u>831,159.78</u>
5c.	\$ <u>859,776.88</u>

Fill in this information to identify the case:

Debtor name **VDC USA Inc.**

United States Bankruptcy Court for the: **DISTRICT OF DELAWARE**

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

## Official Form 206G

### Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

**1. Does the debtor have any executory contracts or unexpired leases?**

☒ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☐ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal*

*Property*

(Official Form 206A/B).

**2. List all contracts and unexpired leases**

**State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

**2.1** State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**2.2** State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**2.3** State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**2.4** State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract \_\_\_\_\_

**Fill in this information to identify the case:**Debtor name **VDC USA Inc.**United States Bankruptcy Court for the: **DISTRICT OF DELAWARE**

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing**Official Form 206H  
Schedule H: Your Codebtors****12/15**

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

**1. Do you have any codebtors?**

☒ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.

☐ Yes

**2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.**

*Column 1: Codebtor**Column 2: Creditor*

Name	Mailing Address	Name	Check all schedules that apply:
2.1	Street City State Zip Code		<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.2	Street City State Zip Code		<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.3	Street City State Zip Code		<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.4	Street City State Zip Code		<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G

## Fill in this information to identify the case:

Debtor name **VDC USA Inc.**United States Bankruptcy Court for the: **DISTRICT OF DELAWARE**

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

## Official Form 207

## Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

## Part 1: Income

## 1. Gross revenue from business

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue  
Check all that apply

Gross revenue  
(before deductions and exclusions)

For prior year:  
From **1/01/2023** to **12/31/2023**

☒ Operating a business**\$448,533.00**☐ Other \_\_\_\_\_

For year before that:  
From **1/01/2022** to **12/31/2022**

☒ Operating a business**\$2,623,215.00**☐ Other \_\_\_\_\_

For the fiscal year:  
From **1/01/2021** to **12/31/2021**

☒ Operating a business**\$6,070,374.00**☐ Other \_\_\_\_\_

## 2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.

Description of sources of revenue

Gross revenue from  
each source  
(before deductions and exclusions)

## Part 2: List Certain Transfers Made Before Filing for Bankruptcy

## 3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer  
Check all that apply



Debtor **VDC USA Inc.**

Case number (if known) \_\_\_\_\_

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. Internal Revenue Service P.O. Box 7704 San Francisco, CA 94120-7704	7/17/23	\$1,997.13	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Taxes</u>

**4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. Vaping Dotcom Ltd 16 Mount Ephraim Tunbridge Wells, Kent TN48AS Parent Company	1/19/23	\$130,204.45	Loan Repayment
4.2. Larry A. May 5916 Evening Sky Drive Simi Valley, CA 93063 President	9/28/23	\$311.86	Reimbursement for Postage costs to mail company tax returns

**5. Repossessions, foreclosures, and returns**

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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**6. Setoffs**

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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**Part 3: Legal Actions or Assignments****7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
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Debtor **VDC USA Inc.**

Case number (if known)

	Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1.	<b>Dana Hughes v. VDC USA Inc. 23TCV04447</b>	<b>Violation of California invasion of Privacy regulations</b>	<b>Superior Court of California Los Angeles</b>	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.2.	<b>Yan Luis v. VDC USA Inc. 1:22-cv-09061</b>	<b>Americans with Disabilities Act - Discrimination</b>	<b>US District Court S.D.N.Y. 40 Foley Courthouse New York, NY 10007</b>	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded

**8. Assignments and receivership**

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None
**Part 4: Certain Gifts and Charitable Contributions****9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**
☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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**Part 5: Certain Losses****10. All losses from fire, theft, or other casualty within 1 year before filing this case.**
☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
<p>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.</p> <p>List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</p>			

**Part 6: Certain Payments or Transfers****11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Debtor **VDC USA Inc.**

Case number (if known)

	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1.	<b>Saul Ewing LLP Centre Square West 1500 Market Street, 38th Floor Philadelphia, PA 19102</b>		<b>7/13/23 and 11/22/23</b>	<b>\$17,500.00</b>

Email or website address

Who made the payment, if not debtor?  
**Vaping Dotcom Ltd**

**12. Self-settled trusts of which the debtor is a beneficiary**

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.  
 Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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**13. Transfers not already listed on this statement**

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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**Part 7: Previous Locations****14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

Address	Dates of occupancy From-To
14.1. <b>5916 Evening Sky Drive Simi Valley, CA 93063</b>	<b>3/1/21-Current</b>
14.2. <b>1000 N. West Street, Suite 1200 Wilmington, DE 19801-1058</b>	<b>8/4/21-9/30/23</b>

**Part 8: Health Care Bankruptcies****15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:  
 - diagnosing or treating injury, deformity, or disease, or  
 - providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.☐ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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Debtor **VDC USA Inc.**

Case number (if known)

**Part 9: Personally Identifiable Information****16. Does the debtor collect and retain personally identifiable information of customers?**

- ☐ No.
- ☒ Yes. State the nature of the information collected and retained.

**Name, mailing address, telephone number, e-mail address**

Does the debtor have a privacy policy about that information?

- ☐ No
- ☒ Yes

**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?**

- ☒ No. Go to Part 10.
- ☐ Yes. Does the debtor serve as plan administrator?

**Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units****18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

- ☒ None

**Financial Institution name and Address****Last 4 digits of account number****Type of account or instrument****Date account was closed, sold, moved, or transferred****Last balance before closing or transfer****19. Safe deposit boxes**

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

- ☒ None

**Depository Institution name and address****Names of anyone with access to it  
Address****Description of the contents****Does debtor still have it?****20. Off-premises storage**

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

- ☒ None

**Facility name and address****Names of anyone with access to it****Description of the contents****Does debtor still have it?****Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own****21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

- ☒ None

**Part 12: Details About Environment Information**

Debtor **VDC USA Inc.**

Case number (if known)

For the purpose of Part 12, the following definitions apply:

*Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).*Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.*Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.**Report all notices, releases, and proceedings known, regardless of when they occurred.****22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law?** Include settlements and orders.

- ☒ No.  
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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**23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?**

- ☒ No.  
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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**24. Has the debtor notified any governmental unit of any release of hazardous material?**

- ☒ No.  
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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**Part 13: Details About the Debtor's Business or Connections to Any Business****25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☒ None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.  Dates business existed
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**26. Books, records, and financial statements****26a.** List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

- ☐ None

Name and address	Date of service From-To
26a.1. Svetlana Biketova 15 Rue de l'Alzette Helmsangel Luxembourg 7210	10/1/21-12/2022
26a.2. Aprio LLP PO Box 117310 Atlanta, GA 30368-7310	6/1/22-1/31/23

Debtor **VDC USA Inc.**

Case number (if known)

**Name and address****Date of service****From-To**

26a.3. **Sharon Scully**  
**CFO Centre, International Headquarters**  
**Barbury House, Stonehill Green**  
**Westlea, Swindon UK SN5 7HB**

**12/1/22-6/30/23**

26a.4. **RYAN (fka TASG)**  
**1 Greenway Plaza, Suite 330**  
**Houston, TX 77046**

**9/1/21-6/1/22**

26a.5. **Larry A. May**  
**5916 Evening Sky Drive**  
**Simi Valley, CA 93063**

**7/2023-8/2023**

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☒ None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☒ None

**Name and address**

**If any books of account and records are  
 unavailable, explain why**

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

**Name and address****27. Inventories**

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No

☐ Yes. Give the details about the two most recent inventories.

**Name of the person who supervised the taking of the  
 inventory**

**Date of inventory**

**The dollar amount and basis (cost, market,  
 or other basis) of each inventory**

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

<b>Name</b>	<b>Address</b>	<b>Position and nature of any interest</b>	<b>% of interest, if any</b>
<b>Larry A. May</b>	<b>5916 Evening Sky Drive Simi Valley, CA 93063</b>	<b>President</b>	<b>0%</b>
<b>Toby Kershaw</b>	<b>39 Bayhall Road Tunbirdge Wells Kent, UK TN24UG</b>	<b>Director</b>	<b>0%</b>
<b>Neil McLaren</b>	<b>19 Grosvenor Park Tunbridge Wells Kent, UK TN12BB</b>	<b>Director</b>	<b>0%</b>

Debtor VDC USA Inc.

Case number (if known) \_\_\_\_\_

Name	Address	Position and nature of any interest	% of interest, if any
Vaping Dotcom Ltd	16 Mount Ephraim Tunbridge Wells, Kent TN48AS	Shareholder	100%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☒ No  
☐ Yes. Identify below.

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No  
☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1 Larry A. May 5916 Evening Sky Drive Simi Valley, CA 93063	56,584.83	Monthly, 8/31/22-6/30/23	Payroll
Relationship to debtor President			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No  
☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No  
☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the pension fund

Debtor VDC USA Inc.

Case number (if known) \_\_\_\_\_

**Part 14: Signature and Declaration**

**WARNING** – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

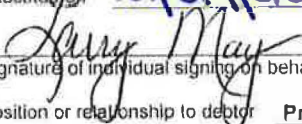
I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

12/29/2023

Signature of individual signing on behalf of the debtor

Larry May

Printed name

Position or relationship to debtor President

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No

☐ Yes



**United States Bankruptcy Court  
District of Delaware**

In re VDC USA Inc.

Debtor(s)

Case No.

Chapter

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**VERIFICATION OF CREDITOR MATRIX**

I, the President of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date:

12/29/2023

  
Larry May/President  
Signer/Title

VDC USA INC.  
1000 N. WEST STREET, SUITE 1200  
WILMINGTON, DE 19801-1058

STATE OF ARIZONA  
1600 WEST MONROE STREET  
PHOENIX, AZ 85007

STATE OF NORTH CAROLINA  
3301 TERMINAL DRIVE, SUITE 12  
RALEIGH, NC 27604

MARK MINUTI  
SAUL EWING LLP  
1201 NORTH MARKET STREET  
SUITE 2300  
WILMINGTON, DE 19801

STATE OF CALIFORNIA  
PO BOX 942840  
SACRAMENTO, CA 94240-0040

STATE OF TEXAS  
PO BOX 13528  
AUSTIN, TX 78711-3528

APRIO LLP  
PO BOX 117310  
ATLANTA, GA 30368-7310

STATE OF CONNECTICUT  
450 COLUMBUS BLVD., SUITE 1  
HARTFORD, CT 06103

STEPHEN B. RAVIN, ESQUIRE  
SAUL EWING LLP  
1 RIVERFRONT PLAZA  
1037 RAYMOND BLVD., SUITE 152  
NEWARK, NJ 07102

COLORADO DEPARTMENT OF REVENUE  
P.O. BOX 17087  
DENVER, CO 80217-0087

STATE OF CONNECTICUT  
PO BOX 5089  
HARTFORD, CT 06102-5089

TURNER N. FALK, ESQUIRE  
SAUL EWING LLP  
1500 MARKET STREET  
PHILADELPHIA, PA 19102

CORPORATION SERVICE COMPANY, INC.  
251 LITTLE FALLS DRIVE  
WILMINGTON, DE 19808

STATE OF GEORGIA DEPARTMENT OF REVENUE  
PO BOX 105499  
ATLANTA, GA 30348-5499

VERVUS BOTCOM LTD  
16 MOUNT EPHRAIM  
TUNBRIDGE WELLS, KENT  
TN48AS

DENTONS BINGHAM GREENEBAUM LLP  
3913 SOLUTIONS CENTER  
CHICAGO, IL 60677-3009

STATE OF GEORGIA DEPT OF REVENUE  
PO BOX 105499  
ATLANTA, GA 30348-5499

WORLDWIDE INCORPORATORS  
3411 SILVERSIDE ROAD  
TATNALL BLDG. SUITE 104  
WILMINGTON, DE 19801

DISTRICT OF COLUMBIA  
1101 4TH STREET SW, SUITE 270  
WASHINGTON, DC 20024

STATE OF IDAHO  
1321 W. CHINDEN BLVD  
GARDEN CITY, ID 83714

ILLINOIS SECRETARY OF STATE, DEPT. OF BUS.  
501 S. SECOND ST RM 350  
SPRINGFIELD, IL 62756

STATE OF KENTUCKY  
501 HIGH STREET  
FRANKFORT, KY 40601

LEAD BY SALES LLC D/B/A WHITE CLOUD  
13970 LYNMAR BLVD.  
MIAMI, FL 33261

STATE OF MONTANA  
125 N. ROBERTS STREET  
HELENA, MT 59601

NEW JERSEY DIV. OF TAXATION, BANKING  
PO BOX 245  
TRENTON, NJ 08695-0245

STATE OF NEW MEXICO, DEPT. OF TAX  
1200 SOUTH ST. FRANCIS DRIVE  
SANTA FE, NM 87504-0630

United States Bankruptcy Court  
District of Delaware

In re VDC USA Inc.

Debtor(s)

Case No.

Chapter

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**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for VDC USA Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

**Vaping Dotcom Ltd**  
**16 Mount Ephraim**  
**Tunbridge Wells, Kent**  
**TN48AS**

☐ None [Check if applicable]

1/3/2024

Date

  
Mark Minuti

Signature of Attorney or Litigant  
Counsel for VDC USA Inc.  
**Saul Ewing LLP**  
**1201 North Market Street**  
**Suite 2300**  
**Wilmington, DE 19801**  
**(302) 421-6840 Fax: (302) 421-6813**  
**mark.minuti@saul.com**